NOTICE OF PUBLIC HEARING

MASSACHUSETTS DEVELOPMENT FINANCE AGENCY RECEIVED OFFICE

2:00 p.m. on Tuesday, September 10, 2013 at 99 High Street, Bostop, ANGA23 A 10: 44

Notice is hereby given that a public hearing will be conducted by the Massachusetts Development Finance Agency ("MassDevelopment") at 2:00 p.m. on Tuesday, September 10, 2013, at its offices located at 99 High Street, Boston, Massachusetts, with respect to the proposed issuance by MassDevelopment, acting under and pursuant to Massachusetts General Laws, Chapters 23G and 40D, as amended, of bonds in the maximum aggregate principal amount of \$17,500,000 (the "Bonds"). The total estimated project costs are \$18,188,025. The Bonds will be issued to provide for the financing or refinancing of, or the reimbursement of funds advanced by Middlesex School (the "Institution," which term includes for purposes of this Notice any parent, subsidiary or other affiliate thereof) for a portion of the project costs (including without limitation such financing, refinancing or reimbursement of bond reserves and issuance costs) related to facilities owned and operated or to be owned and operated by the Institution, which are or will be located at 1400 Lowell Road, Concord, Massachusetts 01742 (the "Campus"), in particular (i) the complete renovation of LeBaron Briggs residence hall, with LeBaron Briggs residence hall after the complete renovation expected to constitute a 10,985 square foot facility including a three bedroom, 2.5 bath Head of House residence, a two bedroom 2 bath faculty unit, a dormitory containing 31 student beds (19 singles and 6 doubles), a new first floor common room, and extensive student recreation space in the basement, (ii) the complete renovation of Robert Winsor residence hall, with Robert Winsor residence hall after the complete renovation expected to constitute an 11,616 square foot facility including a four bedroom, 2.5 bath apartment for the Head of House, a one bedroom one bath faculty unit, a dormitory containing 29 student beds (19 singles and 5 doubles), a new first floor common space and student study area, and extensive student recreation space in the basement, (iii) the construction of a new 6,000 square foot Facilities Building, (iv) miscellaneous minor capital undertakings with respect to Campus facilities, and (v) the current refunding of the outstanding principal amount (approximately \$8,505,000) of the \$10,570,000 Massachusetts Development Finance Agency Education Revenue Bonds (Middlesex School Education Project) Series 2003 (the "2003 Bonds"), which 2003 Bonds were issued for the purposes of (A) the current refinancing of a loan made by MassDevelopment on April 10, 2001 from the proceeds of MassDevelopment's Tax-Exempt Commercial Paper Revenue Notes, MassDevelopment CP Program Issue (the "CP Loan"), which CP Loan was issued for the purposes of financing or refinancing Campus capital facilities undertakings, in particular, (I) the renovation and construction of improvements to Higginson House, a 22,000 square foot dormitory complex, (II) a portion of the cost of construction of five faculty housing units totaling 11,500 square feet, (III) construction of renovations and additions to an athletic facility through the demolition of an old hockey rink building and construction of a new 24,000 square foot replacement building, and (IV) replacement of the Institution's outdated phone switch system, and (B) financing a portion of the cost of an approximately 2,000 square foot new waste water treatment plant located on Campus.

Interested persons wishing to express their views on such project and the proposed issuance of revenue bonds to finance and refinance the costs of such project will be given the

opportunity to do so at the public hearing or may, prior to the time of the public hearing, submit their views in writing to Massachusetts Development Finance Agency, 99 High Street, Boston, Massachusetts 02110.

The Bonds will not constitute a general obligation of, or a pledge of the faith and credit of MassDevelopment or a general obligation of, or a debt or pledge of the faith and credit of The Commonwealth of Massachusetts.

MASSACHUSETTS DEVELOPMENT FINANCE AGENCY